

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:)	Case No. 02-02474
)	
KMART CORPORATION, et al.,)	(Jointly Administered)
)	Chapter 11
)	
Reorganized Debtors.)	Hon. Susan Pierson Sonderby

**PROPOSED AGENDA FOR
OMNIBUS HEARING SCHEDULED FOR JUNE 15, 2004**

Introduction

Set forth below is a proposed agenda for the Omnibus Hearing scheduled for June 15, 2004 beginning at 10:00 a.m. (this "Proposed Agenda").

In order to avoid any unnecessary confusion, please review this Proposed Agenda carefully and note all the matters in which you are interested. Certain matters have been set for specific hearing times at the Omnibus Hearing.

The information contained in this Proposed Agenda reflects documents received in our offices as of the date hereof. Counsel for Kmart Corporation ("Kmart") has served a copy of this Proposed Agenda on the Master Service List.

Please note that this Proposed Agenda refers to certain pleadings docketed under the former PACER numbering system, up through Docket No. 13016. All pleadings at Docket No. 13063 or higher have been docketed under the new ECF numbering system.

The Court has ordered that the Hearing shall be held in **Courtroom 1425**.

The matters set for hearing are divided into the following categories for the purposes of this Proposed Agenda:

- I. Miscellaneous Matters
- II. Improperly Noticed Matters
- III. Personal Injury Matters
- IV. Real Estate Matters For Status
- V. Claim Objection Matters
- VI. General Matters
- VII. Adversary Proceeding Status Hearings and Motions
- VIII. Contested Matters
- IX. Case Management Issues

- X. Connor Children's Trust v. Kmart – Adv. No. 03-01411 – Oral Argument – 2:00 p.m.
- XI. Cure Claim Hearings – 3:30 p.m.

I. Miscellaneous Matters

II. Improperly Noticed Matters

1. Motions with No Notice

- Amended Motion of Lataisha Anderson McCullom for Declaratory Judgment Pursuant to 11 U.S.C. § 523(a)(6) and Incorporated Memorandum of Law (Docket No. 24068)
- Motion of Philip Calef to Enlarge Time to Answer (Docket No. 24768); Affidavit of Attorney Neil V. Madden in Support of Motion to Enlarge Time to Answer (Docket No. 24769)
- Motion of Alicia Johnson for Clarification (Undocketed)
- Motion of Carolina Guadarrama to Lift Stay Order (Docket No. 24685)
- Motion of Miriam Vargas to Lift Stay Order (Undocketed)
- Motion of Kimberly Harris for Leave to File Creditor's Claim and Declaration of Allan W. Munro (Undocketed)
- Motion of Keith Heddleston to Vacate and Set Aside Order Disallowing and Expunging or Otherwise Reducing or Reclassifying Certain Claims Related to the Claim of Keith Heddleston (Docket No. 24845)
- Petition of Mary Scalzo to Modify the Injunction Provisions of the Bankruptcy Plan (Undocketed)

*Filings: Certificate of Service of Notice to Parties that Filed
Motions Without Hearing Dates (Undocketed)*

Status: Kmart will submit an order striking the above matters.

2. Motions With Improper Notice

- Motion of Helen Moreland to Remove Post Petition Personal Injury Claim (Docket No. 24493)

Status: The foregoing motions were served in contravention of the requirements set forth in the Third Case Management Order (the "CMO"). Accordingly, pursuant to the CMO, these matters will be set for the upcoming July 20, 2004

Omnibus Hearing. A draft adjournment order will be submitted.

3. Late Claim Motions Reset Per Request of the Court:

- a. Late Claim Motions Noticed for the June 15, 2004 Omnibus Hearing but Reset for Off-Omnibus Late Claim Hearing Dates Per Request of the Court:

Reset for 2:00 p.m. on July 13, 2004:

- Application of Conchita B. de Garcia for Compensation (Docket No. 24203)

Status: *Kmart will submit a draft order resetting the motion as set forth above.*

- b. Late Claim Motions Noticed for the June 15, 2004 Omnibus Hearing but Reset for Off-Omnibus Late Claim Hearing Dates Per Request of the Court:

Reset for 2:00 p.m. on August 3, 2004:

- Motion of Carol and Robert Dery for Leave to File Administrative Claim and to Deem Said Claim Timely Filed (Docket No. 24795)
- Cheryl Brown's Application for Extension of Time to File Claim (Docket No. 24803)
- Claimant, Thalia Jiminez's Application for Extension of Time to File Claim (Docket No. 24813)
- Claimant, Samuel Aurit's Application for Extension of Time to File Claim (Docket No. 24824)

Status: *Kmart will submit a draft order resetting the motions as set forth above.*

III. Personal Injury Matters

4. Parties with Motions For Relief From Plan Injunction:

- Motion of Larry and Debra Stanley for Relief from the Automatic Stay (Docket No. 21801)
- Motion of Denise Campbell to Lift an Automatic Stay Imposed on a Case and Action Pending Against K-Mart to Allow the State Court Lawsuit Against K-Mart to Proceed on the Merits (Docket 22898)
- Motion of Susan Fonseca Landry to Lift Stay (Docket No. 23510)

- Motion of J’Nai Zugates to Modify Discharge Injunction (Docket No. 23886)
- Motion of Laurette Sauter to Modify Automatic Stay (Docket No. 24021)
- Motion of Sylvia Johnson to Lift Automatic Stay (Docket No. 24547)
- Motion of Herbey Campino, Father and Natural Guardian of Infant Oscar Campino to Lift an Injunction of this Matter to Allow the Pending State Court Action to Continue for Purposes of an Infant’s Compromise Order Thereby Settling the Case (Docket No. 24688)
- Motion of Francine Sanuk and John Sanuk for Relief From Injunction (Docket No. 24684)
- Motion of Antwon Cobbins to Modify Stay (Docket No. 24712)
- Motion of Evelyn Fields for Relief From Automatic Stay and Request for Hearing (Docket No. 24112)
- Motion of Betty Nordby to Lift Stay (Docket No. 24114)

Status: *Kmart will submit agreed orders for all of the parties in agenda item 4 . Agreed orders for any parties not received prior to the hearing, will be submitted when they are finalized after the hearing.*

5. Motion of Daisy Heidrich to Lift Stay or in the Alternative, Motion to Modify Bankruptcy Discharge Injunction (Docket No. 24418)

Status: *By agreement of the parties, this matter will be continued to July 20, 2004. A draft adjournment order will be submitted.*

6. Motion of Robert West for Relief From the Automatic Stay (Docket Nos. 24529, 24530, 24792 and 24793)

Status: *By agreement of the parties, this matter will be continued to the omnibus hearing to occur after the July 20, 2004 hearing. A draft adjournment order will be submitted.*

7. Motion of Delores Jones to Lift Automatic Stay (Docket No. 24775)

Status: *By agreement of the parties, this matter will be continued to July 20, 2004. A draft adjournment order will be submitted.*

8. Motion of Alicia Gibson to File Late Questionnaire for Personal Injury Claims (Docket No. 22998)

Status: *By agreement of the parties, this matter will be continued to July 20, 2004. A draft adjournment order will be submitted.*

9. Motion of Terry Lee White and Patricia Lane White for Relief From the Automatic Stay (Docket No. 23527); Motion of Terry Lee White and Patricia Lane White to Modify or Vacate, and for Other Relief From Order Entered April 2, 2004 (Docket Entry 23512) (Docket Nos. 24412 and Docket No. 24623)

Status: *Kmart will submit an agreed order resolving these matters.*

10. Motion of Charles A. Maalea for Extension of Time on Administrative Questionnaire (Docket No. 21576)

Status: *This matter will be continued to July 20, 2004. A draft adjournment order will be submitted.*

IV. Real Estate Matters For Status

11. Cure Claims

Filings: *Debtors' Motion for Order in Furtherance of Designation Rights Order, Pursuant to 11 U.S.C. § 365 and Fed. R. Bankr. P. 6006, Authorizing Assumption and Assignment of Lease for Store No. 3792 (Burke, Virginia) to Wal-Mart Real Estate Business Trust (Docket No. 8370); Kmart's Omnibus Objection to Non-Expedited Landlord Cure Claims (Docket No. 15410); Cure Claims re 2003 Closing Store Lease (Stores 7359 and 9330) (Docket No. 10271); Reorganized Debtors' Third Supplemental Omnibus Objection to Lease Cure Claims for Mis-Directed Claims (Docket No. 19570); Certificate of Service (Docket No. 19677); Stipulation Resolving Certain Lessor Objections to Confirmation and Establishing Agreed Claim Resolution Procedures (Docket No. 11063)*

Status: *Kmart continues to resolve cure claims and has filed a motion for a procedure to resolve the remaining claims (see*

Agenda item 56 below). A draft order adjourning the matters to July 20, 2004 will be submitted.

12. Status hearing on REMIC matters:

- Status Hearing regarding the right to assert administrative or priority claims with respect to store no. 9717 and regarding claims (both general unsecured and administrative) with respect to store nos. 3294 and 4901

Status: *These matters are set for a status hearing and should be continued to July 20, 2004 to allow for further negotiations and discussions and exchange of documents between the REMIC trustee and the borrowers. A draft order adjourning the matters to July 20, 2004 will be submitted.*

13. Hearing on the existence, allowance and amount of various REMIC administrative claims

Status: *These matters are set for a status hearing. Kmart and the REMICs believe they have a settlement of the amounts of these claims, and hope to present a draft order resolving the matters. If a draft order resolving the matter is not available to be presented at the Omnibus hearing, a draft order adjourning the matters to July 20, 2004 will be presented to allow time for further negotiations.*

14. National Property Analysts/San Mateo Matters

Status: *This matter is set for a status hearing. A draft adjournment order will be submitted continuing this matter to July 20, 2004 for a status hearing.*

15. Objections of Powerline to Agreed Order Resolving Lease Rejection Claim for Kmart Store 1868 (Docket No. 23278)

Status: *This matter is set for a status hearing. A draft adjournment order will be submitted continuing this matter to July 20, 2004 for a status hearing.*

V. Claim Objection Matters

16. Claim Objection Matters Set for Status, to Be Continued to July 20, 2004
Omnibus Hearing Date for Continued Status Hearing:

- Status Hearing for Third Omnibus Objection to Claims (Docket No. 8886)
 - Combined Response of the Bank of New York and BNY Trust Company of Missouri to Third Omnibus Objection (Docket No. 12563)

*Filings: Order entered on 7/29/03 (Docket No. 15671)
vacating order disallowing claim.*

- Status Hearing for Fifth Omnibus Objection to Claim (Docket No. 11317)
- Status Hearing for Seventh Omnibus Objection to Claims (Docket No. 13071)
- Status Hearing for Eighth Omnibus Objection to Claims (Docket No. 13137)
- Status Hearing for Ninth Omnibus Objection to Claims (Docket No. 13074)
- Status Hearing for Tenth Omnibus Objection to Claims (Docket No. 13073)
- Status Hearing for Eleventh Omnibus Objection to Claims (Docket No. 13928)
- Status Hearing for Twelfth Omnibus Objection to Claims (Docket No. 17013)
- Status Hearing for Thirteenth Omnibus Objection to Claims (Docket No. 17014)
- Status Hearing for Kmart's Fourteenth Omnibus Objection to Claims (Docket No. 18473)
- Status Hearing for Kmart's Sixteenth Omnibus Objection to Claims (Docket No. 19602)

- Status Hearing for Eighteenth Omnibus Objection to Claims (Docket No. 19680)
- Status Hearing for Reorganized Debtors' Nineteenth Omnibus Objection to Claims (Certain Claims) (Docket No. 20650)
 - Oral motion of Forsyth County, GA to modify order granting nineteenth omnibus objection to claims and granting Forsyth County, GA leave to file response to the nineteenth omnibus objection to claims

Status: *Set for status hearing.*

- Status Hearing for Reorganized Debtors' Twentieth Omnibus Objection to Claims (Certain Lease Related Damages Claims) (Docket No. 20651)
- Status Hearing for Reorganized Debtors' Twenty-First Omnibus Objection to Claims (Certain Personal Injury and Other Claims) (Docket No. 20652)
 - Response of Sarah L. Harvey to Kmart's Twenty-First Omnibus Objection to Claims Under 11 U.S.C. 102, 105 and 502 and Fed.R. Bankr.P.3007 (Docket No. 24207)

Status: *Set for status hearing. Kmart and Ms. Harvey are discussing settlement of the underlying matter. This matter will continued to the July 20, 2004 Omnibus hearing. A draft adjournment order will be submitted.*

Status: *The above Omnibus Objections to Claims are set for a status hearing. A draft adjournment order will be submitted continuing these matters to July 20, 2004 for a status hearing for all except the Fifteenth and Seventeenth Omnibus Objections which deal with the Florida Tax Collector and will addressed at number 57 below along with the other Florida Tax Collector matters.*

17. Reorganized Debtors' Twenty-Second Omnibus Objection to Claims (Certain Personal Injury and Other Claims) (Docket No. 24531); Certificate of Service (Docket No. 24594)

Status: *Kmart will submit a draft order for those claimants that did not respond to the Objection. This matter is set for a status hearing with respect to those claimants that responded or that received an extension of time to respond, and will be*

continued to July 20, 2004 for a status hearing. A draft order will be submitted to chambers after the Omnibus Hearing.

18. Kmart's Motion for Partial Disallowance of Claim Nos. 45580 and 45583 (Docket No. 24621)

Filings: Objection of Continental Properties Company, Inc. to Kmart's Motion for Partial Disallowance of Claim Nos. 45580 and 45583 (Docket No. 24807); Kmart Corporation's Reply In Support Of Its Motion For Partial Disallowance Of Claim Nos. 45580 and 45583 (Undocketed); Notice of Filing (Undocketed)

Status: This matter is set for a status hearing and to schedule a hearing date. A draft scheduling order will be submitted in this matter.

19. Motion of Continental Properties Company, Inc. For Leave to Amend Proofs of Claim (Claim Nos. 45580 and 45583) (Docket No. 24802)

Status: This matter is set for a status hearing and to set response deadlines. A draft scheduling order will be submitted in this matter.

20. Joint Emergency Motion of Benderson Development Company, Inc., Continental Properties Company, Inc., First Berkshire Business Trust, General Growth Management, Inc., LANY AJ, LLC, Palm Springs Mile Associates, Ltd., Phillips Shopping Center Fund LP, and Alan E. Robbins for Entry of an Order (i) Shortening Notice, (ii) Limiting Notice, and (iii) Scheduling a Hearing (Docket No. 19199)

Status: This matter is set for a status hearing.

21. Amended and Modified Eighth and Nineteenth Omnibus Objections to Certain Proofs of Claim Filed by the Fireman's Fund Insurance Company (Docket No. 24844) *(to be heard with Agenda No. 37 below)*

Status: This matter is set for a status hearing. This matter will be continued to the July 20, 2004 Omnibus hearing. A draft adjournment order will be submitted.

22. ES Bankest LLC's Motion to Compel Payment of Administrative Expense Claims (Docket No. 15676)

Status: *This matter is set for a status hearing. By agreement of the parties, this matter will continued to the July 20, 2004 Omnibus hearing. A draft adjournment order will be submitted.*

23. Objection to Claims of IBJ Whitehall Business Credit Corporation (Docket No. 18082)

Status: *This matter is set for a status hearing. By agreement of the parties, this matter will continued to the July 20, 2004 Omnibus hearing. A draft adjournment order will be submitted.*

VI. General Matters

24. Motion of Alice J. Orrino for Relief From the Plan Injunction/Motion for Relief From the Automatic Stay (Docket No. 24556)

Status: *By agreement of the parties, this matter will be continued to July 20, 2004. A draft adjournment order will be submitted.*

25. Application for Order Terminating Trumbull Services, LLC and Appointing AlixPartners, LLC as Claims and Noticing Agent of Bankruptcy Court Pursuant to 28 U.S.C. § 156 (c) (Docket No. 23873)

Filings: *Kmart Claims and Noticing Agent Task Comparison Chart; The Trumbull Group, L.L.C.'s Response to Kmart's Application for Order Terminating Trumbull Services, LLC and Appointing AlixPartners, LLC as Claims and Noticing Agent of Bankruptcy Court Pursuant to 28 U.S.C. § 156 (c) (Docket No. 20474)*

Status: *Kmart continues to investigate the retention of a new claims agent and requests that this matter be continued to July 20, 2004. A draft adjournment order will be submitted.*

26. Motion for Entry of an order compelling Debtors to [I] immediately cure post-petition defaults under special retention agreements, and [II] assume or reject special retention agreements by John Owen and David Montoya (Docket No. 2965)

Status: *By agreement of counsel, this matter will be continued for status until the first omnibus hearing to take place after September 1, 2004. A draft adjournment order will be submitted upon determination of that next omnibus hearing date.*

27. Icon Capital Corporation's Motion to Compel Payment of Post-Petition Taxes (Docket No. 8386)

Filings: *Debtors' Response to Motion of Icon Capital Corporation to Compel Payment of Post-Petition Taxes (Docket No. 19674), Amended Certificate of Service (Docket No. 19683)*

Status: *This matter is set for a status hearing. Icon has represented its intention to re-notice this motion for July 20, 2004.*

28. Motion of Landlords (Malan Revolver, Inc and M&A Gabae) for Immediate Payment of Administrative Rent Under 11 U.S.C. 365(d)(3) (Docket No. 20462)

Status: *This matter has been resolved and the claimant will file a notice withdrawing the motion. Thereafter, a draft order withdrawing this motion and removing it from the Omnibus Agenda will be submitted. A draft adjournment order will be submitted continuing this matter to July 20, 2004.*

29. Georgia-Pacific Corporation's Motion to Compel Debtor to Pay Reclamation Amount and to Settle Unsecured Claim (Docket No. 18682)

Filings: *Kmart's Response in Opposition to Georgia-Pacific Corporation's Motion to Compel Debtor to Pay Reclamation Amount and Settle Unsecured Claim (Docket No. 19044) Certificate of Service of Kmart's Response (Docket No. 19196)*

Status: *This matter has been set for a status hearing. By agreement of the parties, this matter will be continued to July 20, 2004 for status. A draft adjournment order will be submitted.*

30. Motion of Springfield Park, LLC to Compel Distribution (Docket No. 20607)

Status: *This matter has been resolved, and the claimant will file a notice withdrawing the motion. Thereafter, a draft order withdrawing this motion and removing it from the Omnibus*

Agenda will be submitted. A draft adjournment order will be submitted continuing this matter to July 20, 2004.

31. Motion of Simon Property Group, LP for Payment of Cure Amount and Administrative Expenses Pursuant to Section 365(d)(3) and Section 503(b)(1)(A) (Docket No. 23574)

Status: *This matter has been set for a status hearing. This matter will be continued to July 20, 2004. A draft adjournment order will be submitted.*

32. Motion of Claimant, Dallas Manufacturing Co., Inc.'s Motion to Partially Vacate the Court's Order of April 13, 2004 Disallowing and Expunging or Otherwise Reducing or Reclassifying Certain Claims Set Forth in the Nineteenth Omnibus Objections (Docket No. 23791) (Docket No. 24067)

Status: *By agreement of the parties, this matter will be continued to July 20, 2004. A draft adjournment order will be submitted.*

33. Claimant, Marie Rivera's Motion for Reconsideration of Expungement of Claim No. 21907 (Docket No. 24683)

Status: *By agreement of the parties, this matter will be continued to July 20, 2004. A draft adjournment order will be submitted.*

34. Eslinger's Motion for Entry of an Order Reflecting the April 27, 2004 Ruling Striking Objection to Eslinger's Claim and the Withdrawal of Kmart's Motion for Relief From Order Granting Eslinger's Emergency Motion to Treat Eslinger's Opposition to Twenty-First Omnibus Objection of Claims as Timely Made (Docket No. 24687)

Status: *This matter has been resolved and the claimant will file a notice withdrawing the motion. Thereafter, a draft order withdrawing this motion and removing it from the Omnibus Agenda will be submitted. A draft adjournment order will be submitted continuing this matter to July 20, 2004.*

35. Motion of Creditor Jose M. Lorie Velasco Pursuant to Federal Rule of Bankruptcy Procedure 3008 to Reconsider Order Reclassifying Claim (Docket No. 24758)

Status: *Kmart will submit an agreed order resolving this matter.*

36. Motion to Reconsider, Modify or Vacate April 2, 2004 Order With Respect to Claim of Michael Visentin and Jeanne Visentin and Relief From the Automatic Stay (Docket No. 24757)

Status: *Kmart will submit an agreed order resolving this matter.*

37. Motion of Fireman's Fund Insurance Company for Order Compelling Debtor to Comply With Terms of Confirmed Plan of Reorganization (Docket No. 23197)

Filings: *Kmart's Response to Motion of Fireman's Fund Insurance Company for Order Compelling Debtor to Comply With Terms of Confirmed Plan of Reorganization (Docket No. 23996)*

Status: *This matter is set for a status hearing. This matter will be continued to the July 20, 2004 Omnibus hearing. A draft adjournment order will be submitted.*

38. Motion of the Insurance Company of the State of Pennsylvania on Behalf of Itself and Certain Affiliates of American International Group, Inc. to Compel the Debtors' Compliance With the Terms of the First Amended Plan of Reorganization (Docket No. 23775)

Status: *By agreement of the parties, this matter will be continued to July 20, 2004. A draft adjournment order will be submitted.*

VII. Adversary Proceeding Status Hearings and Motions

39. Douglas J. Smith v. Paula Paquette, Adv. No. 03-03941

Status: *This matter is set for a status hearing.*

40. Fortney & Weygandt v. Kmart, Adv. No. 03-00183

Filings: *Agreed Motion for Additional Time to Submit Written Discovery Plan (Docket No. 59)*

Status: *This matter is set for a status hearing. By agreement of the parties, this matter will be continued to July 20, 2004. A draft adjournment order will be submitted.*

41. Kmart v. Philip Morris, Adv. No. 03-01696 (Consolidated under Adv. No. 03-00183)

Filings: *Motion to Dismiss Adversary Proceeding (Docket No. 18)*

Status: *This matter is set for a status hearing. By agreement of the parties, this matter will be continued to July 20, 2004. A draft adjournment order will be submitted.*

42. BDG, LLC v. Kmart, Adv. No. 03-01891 and Objection of BDG LLC to Plan of Reorganization (Docket No. 10167)

Status: *This matter is set for a status hearing and should be continued to July 20, 2004 by agreement of the parties. A draft adjournment order will be submitted.*

43. Kmart v. Woodmont Real Estate, Adv. No. 03-01213

Status: *This matter is set for a status hearing on settlement negotiations, and should be continued to July 20, 2004 by agreement of the parties. A draft adjournment order will be submitted.*

44. Daniel Kamin Enterprises v. Kmart, Adv. No. 03-01854

Status: *This matter is set for a status hearing. By agreement of the parties, this matter will be continued to July 20, 2004. A draft adjournment order will be submitted.*

45. Kmart v. Franchise Tax Board of California, Adv. No. 03-1420 and Motion of Franchise Tax Board to Dismiss (Docket No. 4)

Filings: *Memorandum of Law in Opposition to Defendant Franchise Tax Board's Motion to Dismiss Filed by William J. Barrett on behalf of Kmart Corporation (Docket No. 12); Reply to Kmart's Response to the Motion to Dismiss Filed by Lawrence S Fischer on behalf of State of California Franchise Tax Boards (Docket No. 15)*

Status: *This matter is set for a status hearing. This matter should be continued to allow for further negotiations. A draft adjournment order will be submitted continuing this matter to July 20, 2004 for a status hearing.*

46. Kmart v. Sun Trust, Adv. No. 04-00079; SunTrust Bank's Motion to Lift Stay to Pursue Setoff (Docket Nos. 7990, 8021)

Filings: *Objection filed by Kmart (Docket No. 9303); Reply of Kmart to Counterclaims of SunTrust (Docket No. 9)*

Status: *The adversary proceeding and Sun Trust Bank's Motion to Lift Stay are set for a status hearing. These matters should*

be continued to July 20, 2004 for a status hearing. Draft adjournment orders will be submitted.

47. Noritsu v. Kmart – Adv. No. 02-A-0609

Status: *This matter is set for an oral ruling. A draft adjournment order continuing the adversary for status to July 20, 2004 will be submitted.*

48. Kmart Overseas Corporation v. C.O. Williams Construction Limited, et al. - Adversary No. - 04-A-01431

Status: *The matter is set for a status hearing. A draft adjournment order will be submitted continuing this matter to July 20, 2004 for a status hearing.*

49. International Speedway v. Kmart - Adv. No. 02-01717

Filings: *Motion for Entry of Order Approving Amended Discovery Plan (Docket No. 43)*

Status: *The motion will be going forward. Adversary set for a status hearing. A draft adjournment order will be submitted continuing this matter to July 20, 2004 for a status hearing.*

50. Kmart v. Samsung Electronics America, Inc., Adv. No. 03-01820

Status: *This matter is set for a status hearing. This matter should be continued to July 20, 2004 to allow for further negotiations. A draft adjournment order will be submitted.*

51. Pompano Theater Holdings et al. v. Kmart, Adv. No. 03-01216

Status: *This matter is set for a status hearing. This matter should be continued to July 20, 2004 to allow for further negotiations. A draft adjournment order will be submitted.*

52. Kmart v. Daewoo Electronics - Adv. No. 03-01812

Filings: *Motion for Entry of Confidential Agreement and Stipulated Protective Order (Docket No. 32)*

Status: *This motion is going forward.*

53. Kmart v. Uniden America Corp., Adv. No. 03-01818

Filings: Motion for Entry of Confidential Agreement and Stipulated Protective Order (Docket No. 37)

Status: This motion is going forward.

- 53a. Kmart v. Intercraft Company, Adv. No. 03-1814

Status: This matter is set for a status hearing.

- 53b. Kmart v. Newell Rubbermaid Inc., Adv. No. 03-1815

Status: This matter is set for a status hearing.

- 53c. Kmart v. Anchor Hocking Corp., Adv. No. 03-1817

Status: This matter is set for a status hearing.

VIII. Contested Matters

54. Motion of Sylvia Green, et al., to Determine the Validity and Value of Secured Claim (Docket No. 21984)

Filings: Kmart's Objection to Motion of Sylvia Green, et al., to Determine the Validity and Value of Secured Claim (Docket No. 23986); Notice of Filing (Docket No. 23987); Supplemental Certificate of Service (Docket No. 24078); Supplement to Kmart's Objection to the Motion of Sylvia Green, et al., to Determine the Validity and Value of Secured Claim and Motion to Quash (Docket No. 24920); Notice of Filing (Docket No. 24921); Supplemental Certificate of Service (Undocketed)

Status: This matter is going forward.

55. Motion of Horizon Lines, LLC for Leave to File Instantly a Supplemental Response to Kmart Motion to Dismiss (Docket No. 24791)

Filings: Kmart's Response to Supplemental Pleading by Horizon Lines (Docket No. 24918); Notice of Filing (Docket No. 24919)

Status: This matter is going forward.

56. Reorganized Debtors' Motion to Establish Procedures in Connection With Resolving Remaining Cure Claims (Real Estate Claims) (Docket No. 24777); Certificate of Service (Docket No. 24812)

Filings: *Objection of NewMark Merrill And Frank Mission Marketplace to Reorganized Debtors' Motion to Establish Procedures in Connection With Resolving Remaining Cure Claims (Docket No. 24922); Notice of Filing (Docket No. 24923); Response of Middle Island Breskin Associates to Motion of reorganized Debtors Pertaining to Resolution of Cure Claims (Undocketed)*

Status: *This matter is going forward.*

57. Florida Tax Collector Matters:

- a. Florida Tax Collector's Motion for Adequate Protection Regarding Property Taxes Due on Florida Tax Collector's Collateral Located in Forty-One Florida Counties (Docket No. 24774)

Filings: *Kmart Corporation's Response to Florida Tax Collectors' Motion for Adequate Protection and Offer of Adequate Protection (Docket No. 24925); Notice of Filing (Docket No. 24926); Florida Tax Collector's Reply to Kmart Corporation's Response to Florida Tax Collectors' Motion for Adequate Protection and Offer of Adequate Protection (Undocketed); Florida Tax Collector's Witness and Exhibit Lists (Undocketed)*

Status: *This matter is going forward.*

- b. Florida Tax Collector's Motion for Sanctions Pursuant to Rule 37(a)(2) for Debtors' Failure to Comply with Mandatory Disclosures and Good Faith Conferences Contemplated in Rule 26 of the Federal Rules of Civil Procedure (Docket No. 17521) (filed 9/9/03)

Filings: *Debtor's Response to Florida Tax Collectors' Motion for Sanctions (Docket No. 17709)*

Status: *This matter is set for a status hearing.*

- c. Florida Tax Collector's Motion for More Definite Statement, Motion to Abstain and Motion to Dismiss Debtor's Fifteenth Omnibus Objection (Docket No. 20459) (filed 1/20/04)

Filings: *Debtors' Response to Florida Tax Collector's Motion for More Definite Statement, Motion to Abstain and Motion to Dismiss Debtor's Fifteenth*

and Seventeenth Omnibus Objection; Florida Tax Collector's Reply to Kmart Response to Florida Tax Collector's Motion to Abstain and Motion to Dismiss Regarding the 15th and 17th Omnibus Objections (Docket No. 23882)

Status: *This matter is set for a status hearing.*

- d. Florida Tax Collector's Motion for More Definite Statement, Motion to Abstain and Motion to Dismiss Debtor's Fifteenth Omnibus Objection (Docket No. 20460) (filed 1/20/04)

Filings: Debtors' Response to Florida Tax Collector's Motion for More Definite Statement, Motion to Abstain and Motion to Dismiss Debtor's Fifteenth and Seventeenth Omnibus Objection; Florida Tax Collector's Reply to Kmart Response to Florida Tax Collector's Motion to Abstain and Motion to Dismiss regarding the 15th and 17th Omnibus Objections (Docket No. 23882)

Status: *This matter is set for a status hearing.*

- e. Florida Tax Collector's Motion for Order Setting Evidentiary Hearing and Related Deadlines Regarding Florida Tax Collectors' Motion for Sanctions, Florida Tax Collectors' Motion for More Definite Statement, Motion to Abstain and Motion to Dismiss Debtors' Fifteenth Omnibus Objection to Claims and Florida Tax Collectors' Motion for More Definite Statement, Motion to Abstain and Motion to Dismiss Debtors' Seventeenth Omnibus Objection to Claims (Docket No. 24767)

Status: *This matter is set for a status hearing. The Parties will address scheduling and pretrial issues.*

- f. Status Hearing for Kmart's Fifteenth Omnibus Objections to Claims (Docket No. 18472)

Status: *This matter is set for a status hearing.*

- g. Status Hearing for Kmart's Seventeenth Omnibus Objection to Claims (Docket No. 19611)

Status: *This matter is set for a status hearing.*

IX. Case Management Issues

58. Kmart will address pending matters and future omnibus and late claim hearing dates.

X. Connor Children's Trust v. Kmart – Adv. No. 03-01411 – Oral Argument (Set for 2:00 p.m.)

59. Connor Children's Trust. v. Kmart Adv. No. 03-01411

Filings: Kmart's Motion for Summary Judgment (Docket No. 21); Memorandum of Points and Authorities in Support of its Motion for Summary Judgment (Docket No. 22); Statement of Undisputed Facts (Docket No. 23); Declaration of Victoria Maroulis in Support of Kmart's Motion for Summary Judgment (Docket No. 24); Declaration of Cynthia Lapensee in Support of Kmart's Motion for Summary Judgment (Docket No. 24); Memorandum of Points and Authorities in Opposition to Kmart's Motion for Summary Judgment (Docket No. 29); Declaration of Thomas Paine in Support of Conner Children's Trusts #3 and Cleveland Avenue Associates Motion for Summary Judgment and in Opposition to Kmart's Motion for Summary Judgment (Docket No. 31); Response to Statement of Undisputed Facts (Docket No. 32); Declaration of Edward J Conner in Support of Conner Children's Trust #2 and Cleveland Avenue Associates Motion for Summary Judgment and in Opposition to Kmart's Motion for Summary Judgment (Docket No. 33); Supplemental Declaration of Thomas Paine in Support of Conner Children's Trust #2 and Cleveland Avenue Associates Motion for Summary Judgment and in Opposition to Kmart Motion for Summary Judgment (Docket No. 34); Kmart Corporation's Reply Brief in Support of its Motion for Summary Judgment (Docket No. 44)

Status: This matter is set for oral argument.

XI. Cure Claim Hearings (Set for 3:30 p.m.)

60. Cure Claim Status Hearing for those cure claim matters not specifically scheduled for a hearing at 10:00 a.m. at the Omnibus Hearing.

Status: *This matter is set for a status hearing.*

61. Status hearing for cure claims for stores 4723 and 7058 (Watch Holdings)

Status: *This matter is set for a status hearing.*

Dated: Chicago, Illinois
June 14, 2004

Respectfully submitted,
KMART CORPORATION, et al.,

By William J. Barrett
One of its Attorneys

Andrew Goldman
Jeffrey Gleit
Wilmer Cutler Pickering Hale and Dorr LLP
399 Park Avenue
New York, NY 10022
Phone: (212) 230-8000
Facsimile: (212) 230-8888

William J. Barrett (6206424)
Barack Ferrazzano Kirschbaum
Perlman & Nagelberg LLP
333 West Wacker Drive, Suite 2700
Chicago, IL 60606
Phone: (312) 984-3100
Facsimile: (312) 984-3150